

UNITED-GUARDIAN INC.

**Annual Meeting of Stockholders
May 18, 2016**

VOTING RESULTS

The 2016 Annual Meeting of Stockholders (the “Annual Meeting”) of the Company was held on May 18, 2016. The voting results for each of the proposals submitted to a vote of the stockholders of the Company at the Annual Meeting are set forth below.

Election of Directors: The Company’s stockholders elected the Board’s nominees as Directors of the Company by the following vote:

<u>Name</u>	<u>Votes For</u>	<u>Votes Withheld</u>	<u>Broker Non-Votes</u>
Robert S. Rubinger	2,351,267	352,532	1,564,868
Kenneth H. Globus	2,370,102	333,697	1,564,868
Lawrence F. Maietta	2,350,803	352,996	1,564,868
Arthur Dresner	2,670,577	33,222	1,564,868
Andrew A. Boccone	2,668,511	35,288	1,564,868
S. Ari Papoulias	2,667,782	36,017	1,564,868

Ratification of the Appointment of Raich Ende Malter & Co. LLP as the Independent Registered Public Accountants of the Company for the Fiscal Year Ending December 31, 2016: The Company’s stockholders approved the proposal by the following vote:

<u>Votes For</u>	<u>Votes Against</u>	<u>Abstentions</u>	<u>Broker Non-votes</u>
4,241,551	18,242	8,874	N/A

Approval, on an advisory basis, of the compensation of the Company’s name executive officers:

<u>Votes For</u>	<u>Votes Against</u>	<u>Abstentions</u>	<u>Broker Non-votes</u>
2,649,747	44,047	10,005	1,564,868